



January 31, 2005

Ms. Diana Whitney
State of Utah
Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
P.O. Box 145801
Salt Lake City, Utah 84114-5801

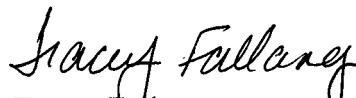
RE: Application for Permit to Drill – Bill Barrett Corporation
Prickly Pear Unit State #6-2-13-15, SESW, 619' FSL & 2173' FWL
Section 2, T13S-R15E, S.L.B.&M., Carbon County, Utah

Dear Ms. Whitney:

Bill Barrett Corporation (BBC) respectfully submits the enclosed original and one copy of the *Application for Permit to Drill (APD)* for the above referenced well.

BBC requests CONFIDENTIAL treatment of all information contained in and pertaining to this application. Thank you in advance for your timely consideration of this application. Please feel free to contact me at 303-312-8168 if you have any questions or need additional information.

Sincerely,


Tracey Fallang
Permit Analyst

RECEIVED
FEB 03 2005
DIV. OF OIL, GAS & MINING

Enclosures

cc: Ed Bonner/SITLA

1099 18TH STREET
SUITE 2300
DENVER, CO 80202
P 303.293.9100
F 303.291.0420

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 3

AMENDED REPORT ☐
(highlight changes)

001

APPLICATION FOR PERMIT TO DRILL				5. MINERAL LEASE NO: ML48385	6. SURFACE: State
1A. TYPE OF WORK: DRILL <input checked="" type="checkbox"/> REENTER <input type="checkbox"/> DEEPEN <input type="checkbox"/>				7. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A	
B. TYPE OF WELL: OIL <input type="checkbox"/> GAS <input checked="" type="checkbox"/> OTHER _____ SINGLE ZONE <input checked="" type="checkbox"/> MULTIPLE ZONE <input type="checkbox"/>				8. UNIT or CA AGREEMENT NAME: UTU-079487X <i>Prickly Pear</i>	
2. NAME OF OPERATOR: BILL BARRETT CORPORATION				9. WELL NAME and NUMBER: Prickly Pear Unit State 6-2-13-15	
3. ADDRESS OF OPERATOR: 1099 18th St, Suite 230C CITY Denver STATE CO ZIP 80202			PHONE NUMBER: (303) 312-8168	10. FIELD AND POOL, OR WILDCAT: Prickly Pear/Mesaverde Wildcat	
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 619' FSL, 2173' FWL <i>568114X 39.717704</i> AT PROPOSED PRODUCING ZONE: same <i>4396518Y - 110.205300</i>				11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SESW 2 13S 15E	
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: 53 miles S/SW from Myton, Utah				12. COUNTY: Carbon	13. STATE: UTAH
15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET) 619'		16. NUMBER OF ACRES IN LEASE: 313.52		17. NUMBER OF ACRES ASSIGNED TO THIS WELL: 160	
18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET) 2582'		19. PROPOSED DEPTH: 7,250		20. BOND DESCRIPTION: LPM 4138147	
21. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.): 7189' ungraded ground		22. APPROXIMATE DATE WORK WILL START: 6/25/2005		23. ESTIMATED DURATION: 45-60 days	

24. PROPOSED CASING AND CEMENTING PROGRAM							
SIZE OF HOLE	CASING SIZE, GRADE, AND WEIGHT PER FOOT			SETTING DEPTH	CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT		
12 1/4"	9 5/8"	J or K 55	36#	1,000	Halco Lt Prem (Lead)	240 sx	1.85 ft3/sk 12.7 ppg
					Prem Cmt (Tail)	170 sx	1.16 ft3/sk 15.8 ppg
7 7/8"	5 1/2"	N-80	17#	7,250	50/50 Poz	720 sx	1.49 ft3/sk 13.4 ppg

RECEIVED
FEB 03 2005

25. ATTACHMENTS	
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES:	
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER	<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN
<input checked="" type="checkbox"/> EVIDENCE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER	<input type="checkbox"/> FORM 5, IF OPERATOR IS PERSON OR COMPANY OTHER THAN THE LEASE OWNER

NAME (PLEASE PRINT) Tracey Fallang TITLE Permit Analyst

SIGNATURE *Tracey Fallang* DATE 1/31/2005

(This space for State use only)

API NUMBER ASSIGNED: 43-007-31020

Approved by the
Utah Division of
Oil, Gas and Mining
APPROVAL:
Date: 05-09-05
By: *[Signature]*

CONFIDENTIAL

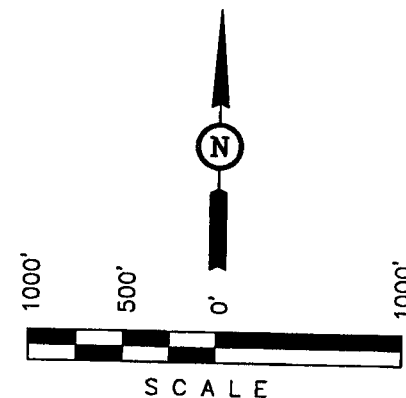
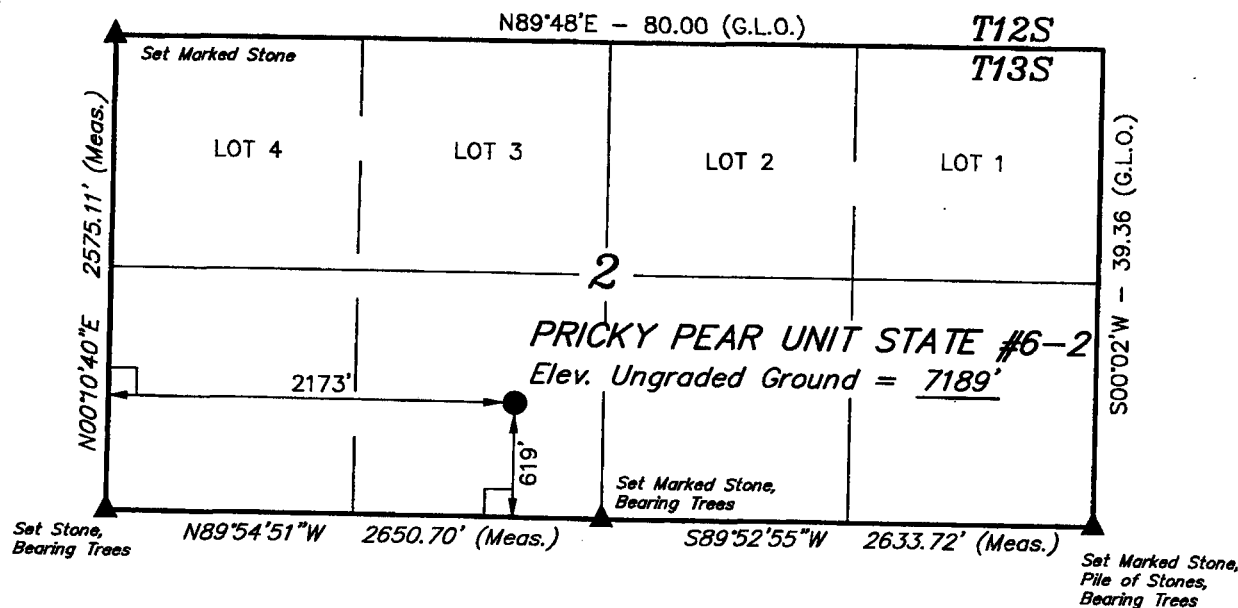
T13S, R15E, S.L.B.&M.

BILL BARRETT CORPORATION

Well location, PRICKY PEAR UNIT STATE #6-2, located as shown in the SE 1/4 SW 1/4 of Section 2, T13S, R15E, S.L.B.&M., Carbon County, Utah.

BASIS OF ELEVATION

TRIANGULATION STA. COTTON LOCATED IN THE NW 1/4 OF SECTION 31, T12S, R16E, S.L.B.&M. TAKEN FROM THE TWIN HOLLOW QUADRANGLE, UTAH, CARBON COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 7368 FEET.



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

[Signature]
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 1144
 STATE OF UTAH

LEGEND:

- └ = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

AUTONOMOUS NAD 83)
 LATITUDE = 39°43'03.64" (39.717678)
 LONGITUDE = 110°12'21.42" (110.205950)

UINTAH ENGINEERING & LAND SURVEYING
 85 SOUTH 200 EAST - VERNAL, UTAH 84078
 (435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 02-18-03	DATE DRAWN: 02-19-03
PARTY B.B. M.P. D.R.B.	REFERENCES G.L.O. PLAT	
WEATHER COLD	FILE BILL BARRETT CORPORATION	

DRILLING PROGRAM

BILL BARRETT CORPORATION

Prickly Pear Unit State #6-2-13-15

619' FSL, 2173' FWL

SESW, Section 2, T13S-R15E

Carbon County, Utah

1 – 3. **Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals**

<u>Formation</u>	<u>Depth - MD</u>
Green River	Surface
Wasatch	2945'
North Horn	4795'
Price River	6355'
Base of Upper PR	6585'
TD	7250'

PROSPECTIVE PAY

Members of the Mesaverde formation are primary objectives, North Horn and Wastach are secondary objectives for oil/gas.

4. **Casing Program** (Exhibit A attached)

<u>Purpose</u>	<u>Hole Size</u>	<u>SETTING DEPTH (MD)</u>		<u>O.D.</u>	<u>Weight</u>	<u>Grade</u>	<u>Thread</u>	<u>Condition</u>
		<u>(FROM)</u>	<u>(TO)</u>					
Surface	12 1/4"	Surface	1,000'	9 5/8"	36#	J or K 55	ST&C	New
Production	7 7/8"	Surface	7,250'	5 1/2"	17#	N-80	LT&C	New

5. **Cementing Program** (Exhibit B attached)

<u>Casing Type</u>	<u>Cement Type and Amount</u>
9 5/8" Surface Casing	Lead with approximately 240 sx Halliburton Light Premium with additives mixed at 12.7 ppg (yield = 1.85 ft ³ /sx) and tail with approximately 170 sx Premium cement with additives mixed at 15.8 ppg (yield = 1.16 ft ³ /sx) circulated to surface with 100% excess.

5 ½" Production Casing	Approximately 720 sx 50/50 Poz Premium cement with additives mixed at 13.4 ppg (yield = 1.49 ft ³ /sx). Top of cement to be determined by log and sample evaluation, estimated TOC 2500'
Note: Actual volumes to be calculated from caliper log.	

6. **Mud Program**

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
0 – 40'	8.3 – 8.6	27 – 40	--	Native Spud Mud
40 – 1000'	8.3 – 8.6	27 – 40	15 cc or less	Native/Gel/Lime
1000 – TD	8.6 – 9.5	38 – 46	15 cc or less	LSND/DAP
Note(s): Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. If deviation problems and increased torque and drag occur, may add #2 diesel oil with ENVIRO-TORQ / EZ-GLIDE for reduction and increased ROP.				

7. **BOP and Pressure Containment Data (Exhibit C attached)**

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 1000'	No pressure control required
1000' – TD	11" 3000# Ram Type BOP 11" 3000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary and choke manifold to be rated @ 3000 psi;	
- Ancillary equipment and choke manifold rated at 3,000#. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The State of Utah, Division of Oil, Gas and Mining, will be notified 24 hours in advance of all BOP pressure tests.	

8. **Auxiliary Equipment**

- Upper kelly cock; lower Kelly cock will be installed while drilling
- Inside BOP or stab-in valve (available on rig floor)
- Safety valve(s) and subs to fit all string connections in use
- Mud monitoring will be visually observed

9. **Testing, Logging and Core Programs**

Cores	None anticipated;
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	Run every 1000' and on trips, slope only;
Logging	DIL-GR-SP, FDC-CNL-GR-CAL-Pe-Microlog, Sonic-GR, all TD to surface.

10. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 3582 psi* and maximum anticipated surface pressure equals approximately 1987 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)

**Maximum surface pressure = A – (0.22 x TD)

11. Drilling Schedule

Spud:	Approximately June 25, 2005
Duration:	25 days drilling time
	35 days completion time

12. Water Source

Bill Barrett Corporation (BBC) will utilize an existing water well on BLM lands in the SW/4 SE/4 Section 13-T12S-R14E. BBC was granted this authorization by the State of Utah Application # 90-1826 (T74077) on August 20, 2002.

13. Archaeology

Cultural resource inventories were conducted by Montgomery Archaeological Consultants (MOAC Report No. 03-10 and 04-208). Based on the findings, a determination of “no historic properties affected” has been recommended.

EXHIBIT A

Well name:
 Operator: **Bill Barrett**
 String type: **Surface**
 Location: **Uintah County, UT**

Utah: Nine Mile

Design parameters:

Collapse

Mud weight: 9.50 ppg

Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor 1.125

Environment:

H2S considered? No
 Surface temperature: 75.00 °F
 Bottom hole temperature: 89 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 1,000 ft

Burst:

Design factor 1.00

Cement top: Surface

Burst

Max anticipated surface pressure: 2,735 psi
 Internal gradient: 0.22 psi/ft
 Calculated BHP 2,955 psi

Tension:

8 Round STC: 1.80 (J)
 8 Round LTC: 1.80 (J)
 Buttress: 1.80 (J)
 Premium: 1.80 (J)
 Body yield: 1.80 (B)

Non-directional string.

Annular backup: 9.50 ppg

Tension is based on buoyed weight.
 Neutral point: 859 ft

Re subsequent strings:

Next setting depth: 10,000 ft
 Next mud weight: 9.500 ppg
 Next setting BHP: 4,935 psi
 Fracture mud wt: 10.000 ppg
 Fracture depth: 10,000 ft
 Injection pressure 5,195 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	1000	9.625	36.00	J/K-55	ST&C	1000	1000	8.796	71.2
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	493	2020	4.094	2735	3520	1.29	31	453	14.64 J

Prepared Dominic Spencer
 by: Bill Barrett

Phone: (303) 312-8143
 FAX: (303) 312-8195

Date: August 1, 2003
 Denver, Colorado

Remarks:

Collapse is based on a vertical depth of 1000 ft, a mud weight of 9.5 ppg. The casing is considered to be evacuated for collapse purposes.
 Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Well name:
 Operator: **Bill Barrett**
 String type: Production
 Location: Uintah County, UT

Utah: Nine Mile

Design parameters:

Collapse

Mud weight: 9.50 ppg

Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor 1.125

Environment:

H2S considered? No
 Surface temperature: 75.00 °F
 Bottom hole temperature: 215 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 1,500 ft

Burst:

Design factor 1.00

Cement top: 2,500 ft

Burst

Max anticipated surface

pressure: 4,705 psi

Internal gradient: 0.02 psi/ft

Calculated BHP 4,935 psi

Annular backup: 9.50 ppg

Tension:

8 Round STC: 1.80 (J)

8 Round LTC: 1.80 (J)

Buttress: 1.80 (J)

Premium: 1.80 (J)

Body yield: 1.80 (B)

Non-directional string.

Tension is based on buoyed weight.

Neutral point: 8,559 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	10000	5.5	17.00	N-80	LT&C	10000	10000	4.767	344.6
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	4935	6290	1.275	4705	7740	1.65	146	348	2.39 J

Prepared Dominic Spencer
 by: Bill Barrett

Phone: (303) 312-8143
 FAX: (303) 312-8195

Date: August 1, 2003
 Denver, Colorado

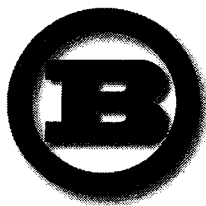
Remarks:

Collapse is based on a vertical depth of 10000 ft, a mud weight of 9.5 ppg. The casing is considered to be evacuated for collapse purposes.
 Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

EXHIBIT B



Bill Barrett Corporation

NINE MILE CEMENT VOLUMES

Well Name: **Prickly Pear Unit State #6-2-13-15**

Surface Hole Data:

Total Depth:	1,000'
Top of Cement:	0'
OD of Hole:	12.250"
OD of Casing:	9.625"

Calculated Data:

Lead Volume:	219.2	ft ³
Lead Fill:	700'	
Tail Volume:	94.0	ft ³
Tail Fill:	300'	

Cement Data:

Lead Yield:	1.85	ft ³ /sk
Tail Yield:	1.16	ft ³ /sk
% Excess:	100%	

Calculated # of Sacks:

# SK's Lead:	
# SK's Tail:	

Production Hole Data:

Total Depth:	7,250'
Top of Cement:	2,500'
OD of Hole:	7.875"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	823.0	ft ³
Lead Fill:	4,750'	

Cement Data:

Lead Yield:	1.49	ft ³ /sk
% Excess:	30%	

Calculated # of Sacks:

# SK's Lead:	
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Prickly Pear Unit State #6-2-13-15 Proposed Cementing Program

<u>Job Recommendation</u>		<u>Surface Casing</u>	
Lead Cement - (700' - 0')			
Halliburton Light Premium	Fluid Weight:	12.7	lbm/gal
2.0% Calcium Chloride	Slurry Yield:	1.85	ft ³ /sk
0.125 lbm/sk Ploy-E-Flake	Total Mixing Fluid:	9.9	Gal/sk
	Top of Fluid:	0'	
	Calculated Fill:	700'	
	Volume:	78.09	bbl
	Proposed Sacks:	240	sks
Tail Cement - (1000' - 700')			
Premium Cement	Fluid Weight:	15.8	lbm/gal
94 lbm/sk Premium Cement	Slurry Yield:	1.16	ft ³ /sk
2.0% Calcium Chloride	Total Mixing Fluid:	4.97	Gal/sk
0.125 lbm/sk Ploy-E-Flake	Top of Fluid:	700'	
	Calculated Fill:	300'	
	Volume:	33.47	bbl
	Proposed Sacks:	170	sks

<u>Job Recommendation</u>	<u>Production Casing</u>		
Lead Cement - (7250' - 2500')			
50/50 Poz Premium	Fluid Weight:	13.4	lbm/gal
3.0 % KCL	Slurry Yield:	1.49	ft ³ /sk
0.75% Halad®-322	Total Mixing Fluid:	7.06	Gal/sk
3.0 lbm/sk Silicalite Compacted	Top of Fluid:	2,500'	
0.2% FWCA	Calculated Fill:	4,750'	
0.125 lbm/sk Poly-E-Flake	Volume:	190.53	bbl
1.0 lbm/sk Granulite TR 1/4	Proposed Sacks:	720	sks

EXHIBIT C

BOP AND PRESSURE CONTAINMENT DATA

A. Type: Eleven (11) Inch Double Gate Hydraulic BOP with Eleven (11) Inch Annular Preventer. The blow out preventer will be equipped as follows:

1. One (1) blind ram (above).
2. One (1) pipe ram (below).
3. Drilling spool with two (2) side outlets (choke side 3-inch minimum, kill side 2-inch minimum).
4. 3-inch diameter choke line.
5. Two (2) choke line valves (3-inch minimum).
6. Kill line (2-inch minimum).
7. Two (2) chokes.
8. Two (2) kill line valves, one of which shall be a check valve (2-inch minimum).
9. Upper kelly cock valve with handles available.
10. Safety valve(s) & subs to fit all drill string connections in use.
11. Pressure gauge on choke manifold.
12. Fill-up line above the uppermost preventer.

B. Pressure Rating: 3,000 psi

C. Testing Procedure:

Annular Preventer

At a minimum, the Annular Preventer will be pressure tested to 50% of the rated working pressure for a period of ten (10) minutes or until provisions of the test are met, whichever is longer.

At a minimum the above pressure test will be performed:

1. When the annular preventer is initially installed;
2. Whenever any seal subject to test pressure is broken;
3. Following related repairs; and
4. At thirty (30) day intervals.

In addition, the Annular Preventer will be functionally operated at least weekly.

Blow-Out Preventer

At a minimum, the BOP, choke manifold, and related equipment will be pressure tested to the approved working pressure of the BOP stack (if isolated from the surface casing by a test plug) or to 70% of the internal yield strength of the surface casing (if the BOP is not isolated from the casing by a test plug).

BOP AND PRESSURE CONTAINMENT DATA

Pressure will be maintained for a period of at least ten (10) minutes or until the requirements of the test are met, whichever is longer.

At a minimum, the above pressure test will be performed:

1. When the BOP is initially installed;
2. Whenever any seal subject to test pressure is broken;
3. Following related repairs; and
4. At thirty (30) day intervals.

In addition the pipe and blind rams will be activated each trip, but not more than once each day. All BOP drills and tests will be recorded in the IADC driller's log.

D. Choke Manifold Equipment:

All choke lines will be straight lines unless turns use tee blocks or are targeted with running tees, and will be anchored to prevent whip and vibration.

E. Accumulator:

The accumulator will have sufficient capacity to open the hydraulically-controlled choke line valve (if so equipped), close all rams plus the annular preventer, and retain a minimum of 200 psi above precharge on the closing manifold without the use of closing unit pumps. The fluid reservoir capacity will be double the usable fluid volume of the accumulator system capacity and the fluid level of the reservoir will be maintained at the manufacturer's recommendations.

The BOP system will have two (2) independent power sources to close the preventers. Nitrogen bottles (3 minimum) will be one (1) of these independent power sources and will maintain a charge equal to the manufacturer's specifications.

The accumulator precharge pressure test will be conducted prior to connecting the closing unit to the BOP stack and at least once every six (6) months thereafter. The accumulator pressure will be corrected if the measured precharge pressure is found to be above or below the maximum or minimum limits specified in the *Onshore Oil & Gas Order Number 2*.

A manual locking device (i.e. hand wheels) or automatic locking device will be installed on all systems of 2M or greater. A valve will be installed in the closing line as close as possible to the annular preventer to act as a locking device. This valve will be maintained in the open position and will be closed only when the power source for the accumulator is inoperative.

BOP AND PRESSURE CONTAINMENT DATA

Remote controls shall be readily accessible to the driller. Remote controls for all 3M or greater systems will be capable of closing all preventers. Remote controls for 5M or greater systems will be capable of both opening and closing all preventers. Master controls will be at the accumulator and will be capable of opening and closing all preventers and the choke line valve (if so equipped).

F. Miscellaneous Information:

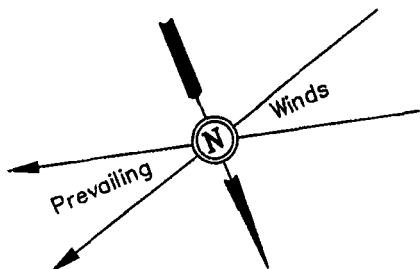
The Blow-Out Preventer and related pressure control equipment will be installed, tested and maintained in compliance with the specifications in and requirements of *Onshore Oil & Gas Order Number 2*. The choke manifold and BOP extension rods with hand wheels will be located outside the rig sub-structure. The hydraulic BOP closing unit will be located at least twenty-five (25) feet from the well head but readily accessible to the driller. Exact locations and configurations of the hydraulic BOP closing unit will depend upon the particular rig contracted to drill this hole.

A flare line will be installed after the choke manifold, extending 125 feet (minimum) from the center of the drill hole to a separate flare pit.

BILL BARRETT CORPORATION

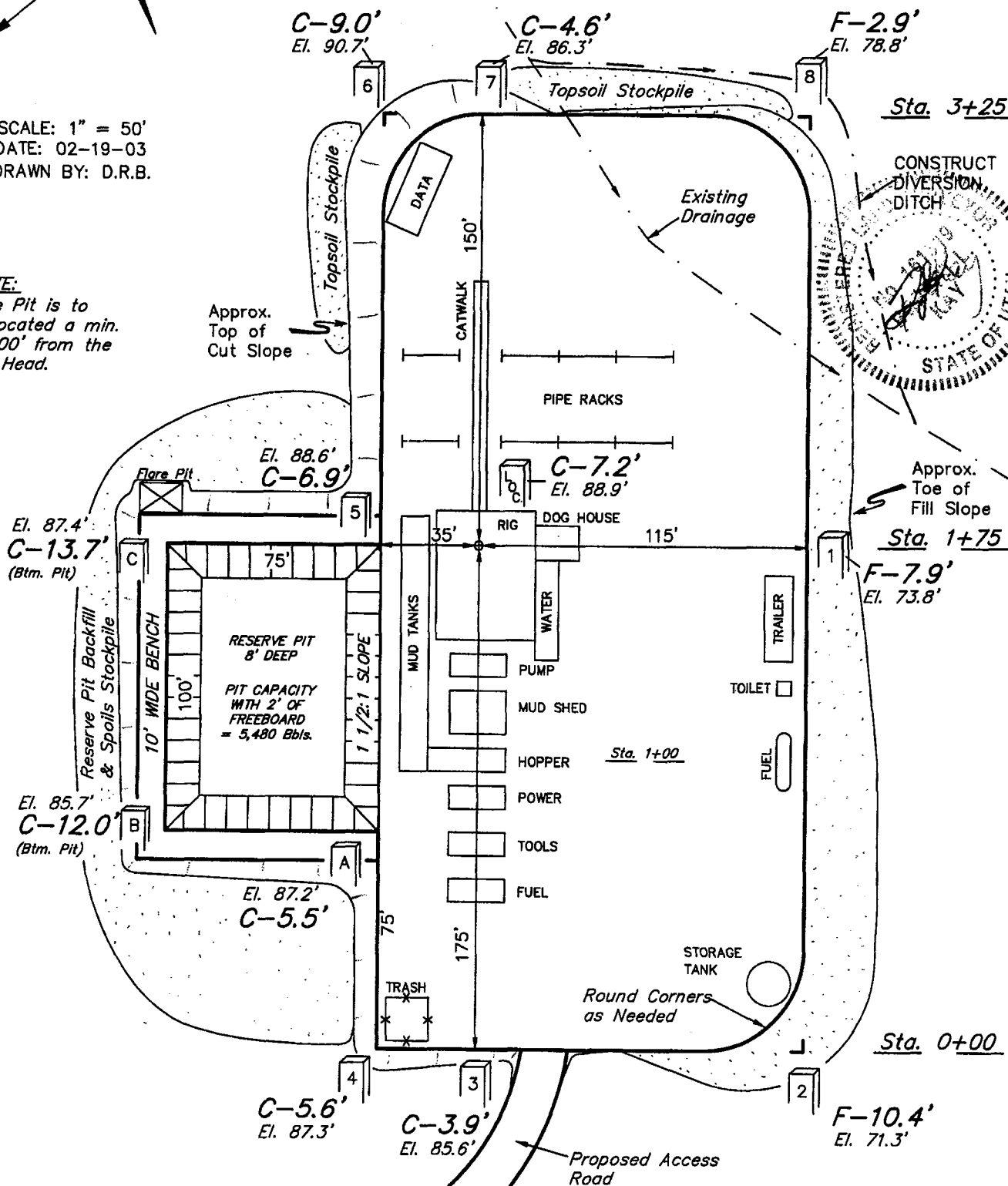
LOCATION LAYOUT FOR

PRICKLY PEAR UNIT STATE #6-2
SECTION 2, T13S, R15E, S.L.B.&M.
619' FSL 2173' FWL



SCALE: 1" = 50'
DATE: 02-19-03
DRAWN BY: D.R.B.

NOTE:
Flare Pit is to be located a min. of 100' from the Well Head.



Elev. Ungraded Ground at Location Stake = 7188.9'
Elev. Graded Ground at Location Stake = 7181.7'

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

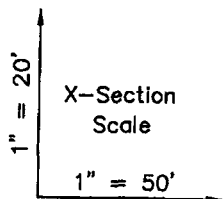
BILL BARRETT CORPORATION

TYPICAL CROSS SECTIONS FOR

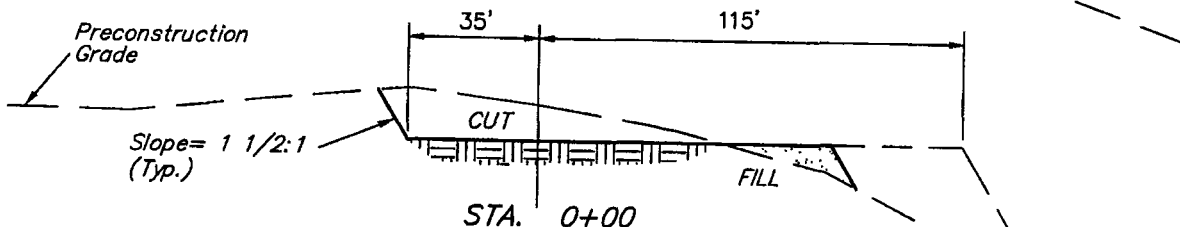
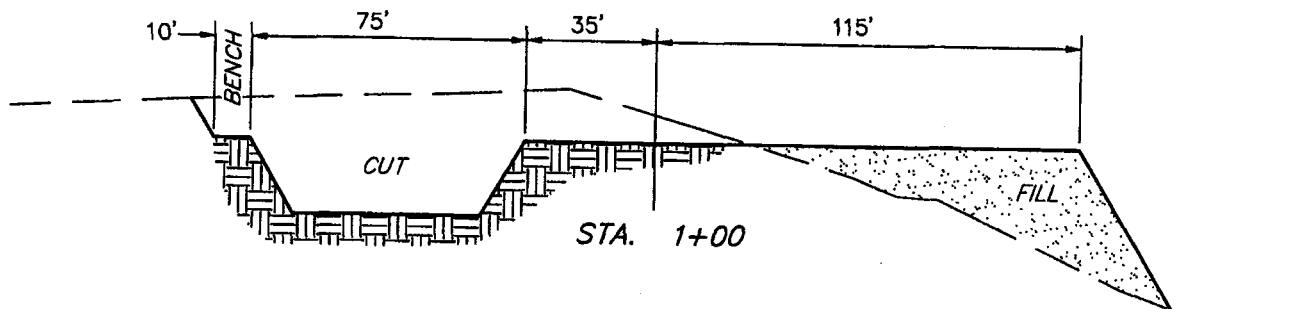
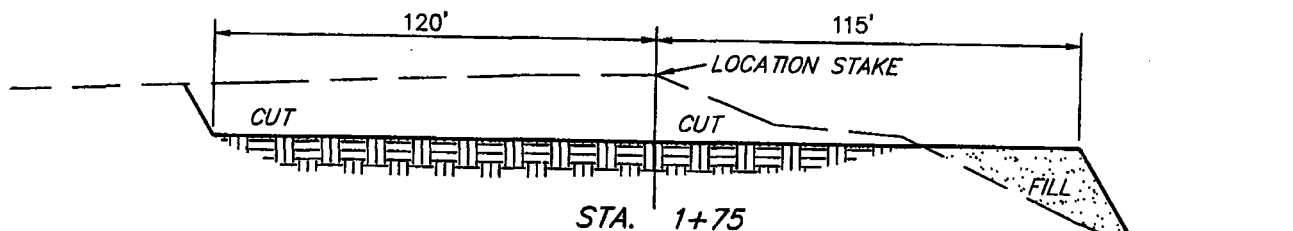
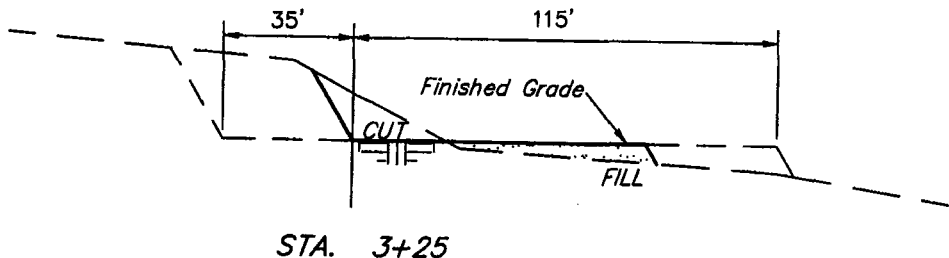
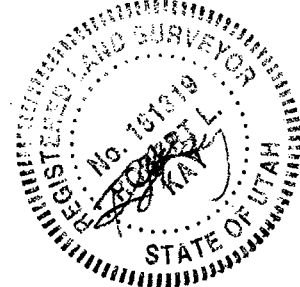
PRICKLY PEAR UNIT STATE #6-2

SECTION 2, T13S, R15E, S.L.B.&M.

619' FSL 2173' FWL



DATE: 02-19-03
DRAWN BY: D.R.B.

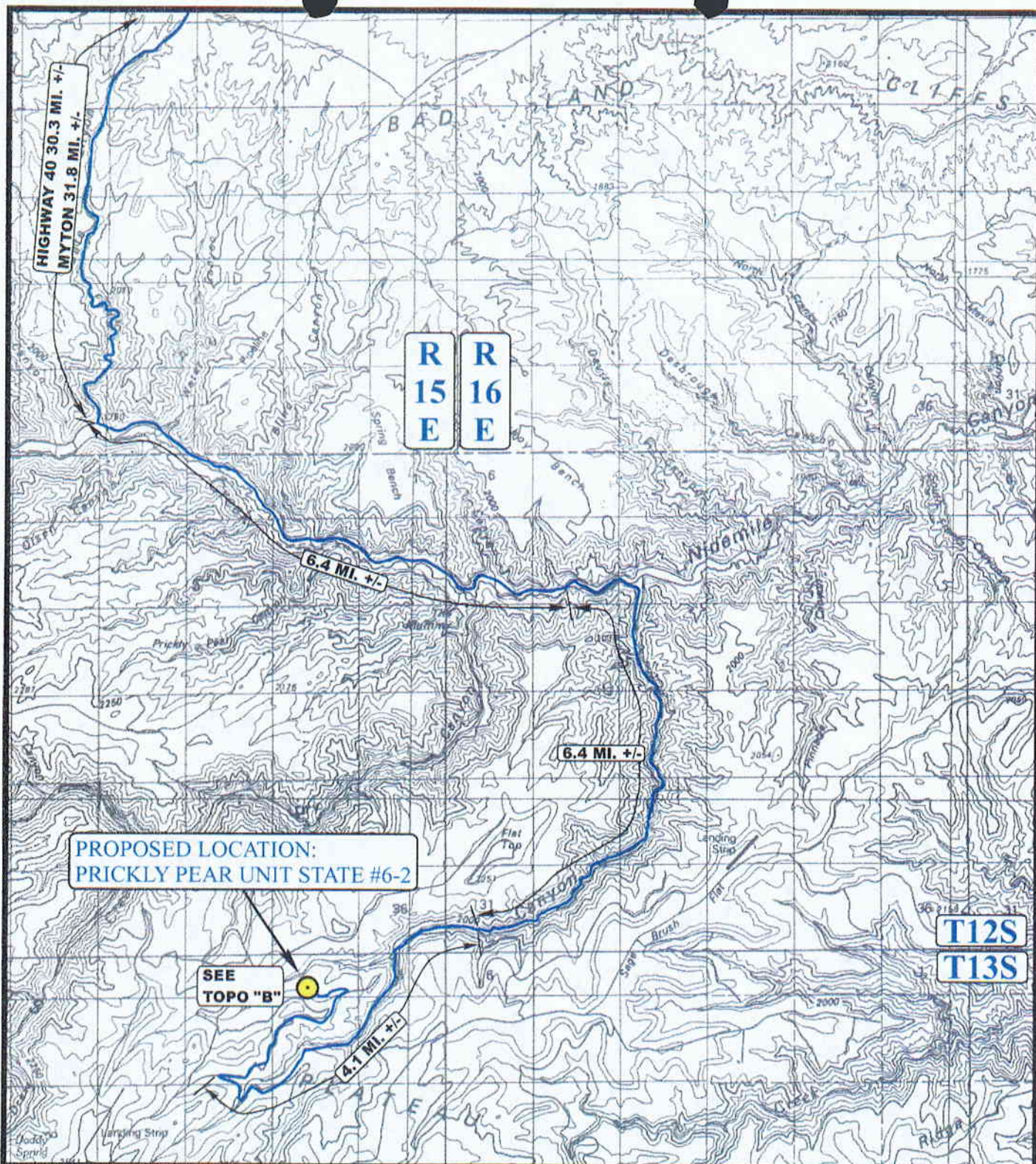


APPROXIMATE YARDAGES

CUT	
(6") Topsoil Stripping	= 1,090 Cu. Yds.
Remaining Location	= 7,340 Cu. Yds.
TOTAL CUT	= 8,430 CU.YDS.
FILL	= 6,180 CU.YDS.

EXCESS MATERIAL AFTER 5% COMPACTION	= 1,920 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 1,920 Cu. Yds.
EXCESS UNBALANCE (After Rehabilitation)	= 0 Cu. Yds.

UINTAH ENGINEERING & LAND SURVEYING
86 So. 200 East * Vernal, Utah 84078 * (435) 789-1017



LEGEND:

● PROPOSED LOCATION

N

BILL BARRETT CORPORATION

PRICKLY PEAR UNIT STATE #6-2
SECTION 2, T12S, R15E, S.L.B.&M.
619' FSL 2173' FWL



Utah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

**TOPOGRAPHIC
MAP**

2 1903
MONTH DAY YEAR

SCALE: 1:100,000 DRAWN BY: J.L.G. REVISED: 00-00-00

A
TOPO

R
15
E

T12S

T13S

PROPOSED LOCATION:
PRICKLY PEAR UNIT STATE #6-2

PROPOSED
ACCESS 0.6 MI. +/-

PROPOSED ACCESS
FOR #8-2 200' +/-

HIGHWAY 40 47.2 MI. +/-
MYTON 48.7 MI. +/-

EXISTING TRAIL NEEDS
UPGRADED 1.0 MI. +/-

EXISTING TRAIL NEEDS
UPGRADED 0.9 MI. +/-

LEGEND:

----- PROPOSED ACCESS ROAD
----- EXISTING ROAD

BILL BARRETT CORPORATION

PRICKLY PEAR UNIT STATE #6-2
SECTION 2, T13S, R15E, S.L.B.&M.
619' FSL 2173' FWL



Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813



TOPOGRAPHIC
MAP

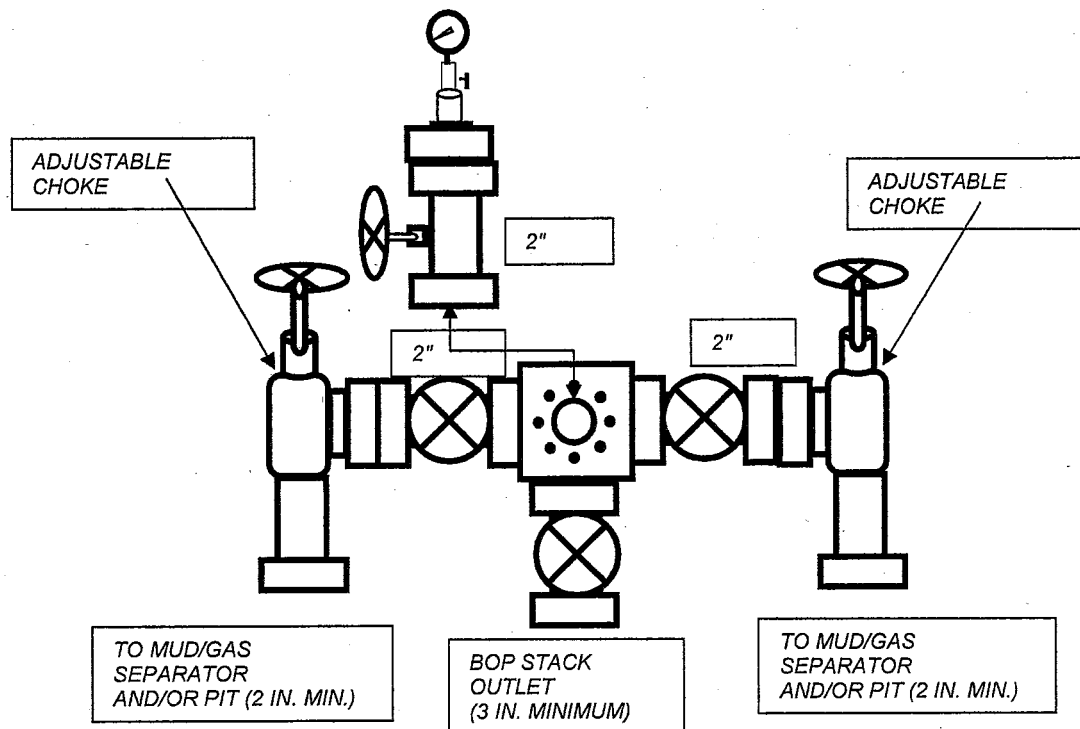
2 1903
MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: J.L.G. REVISED: 00-00-00

B
TOPO

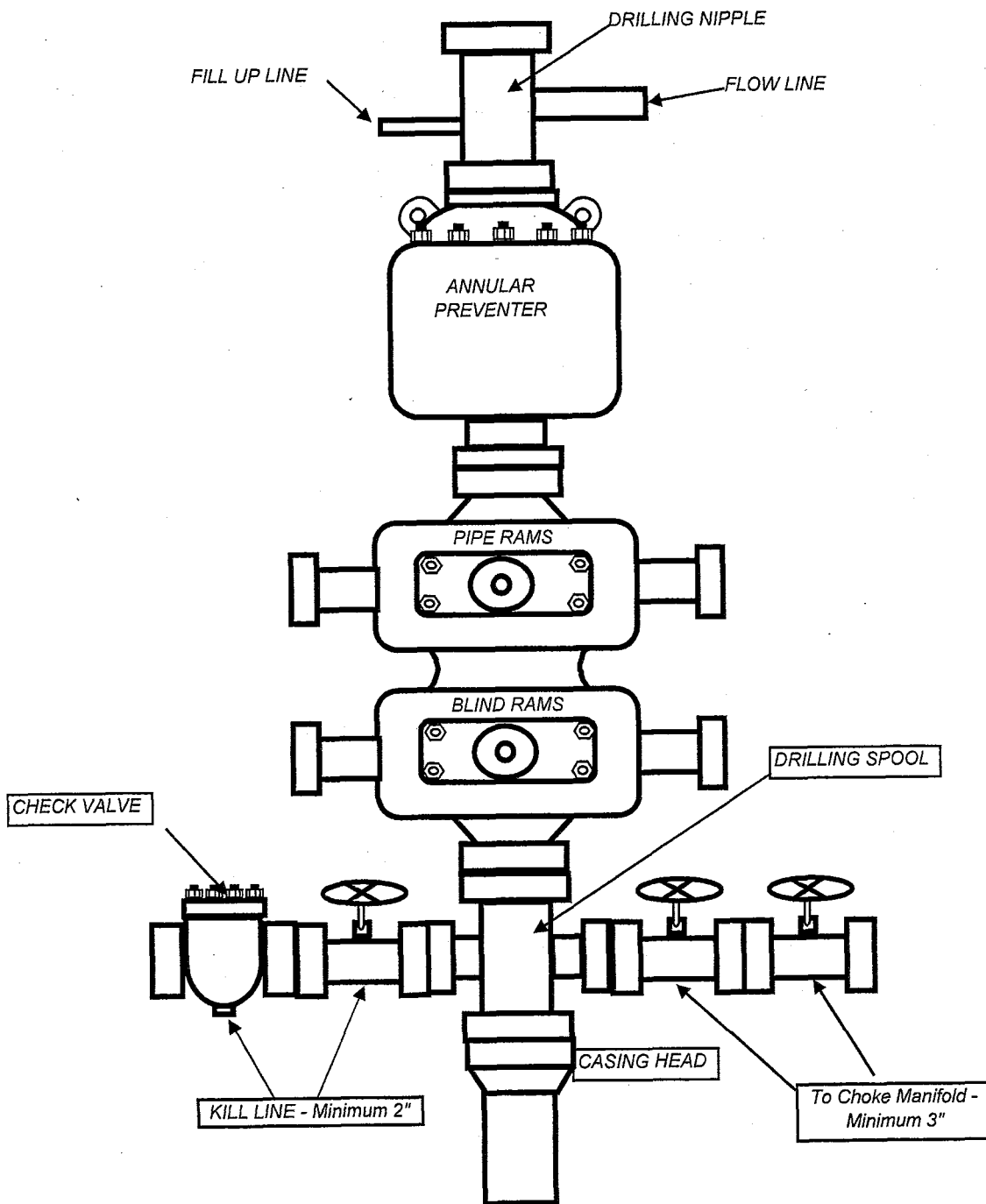
BILL BARRETT CORPORATION

TYPICAL 3,000 p.s.i. CHOKE MANIFOLD



BILL BARRETT CORPORATION

TYPICAL 3,000 p.s.i. BLOWOUT PREVENTER



003

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 02/03/2005

API NO. ASSIGNED: 43-007-31020

WELL NAME: PRICKLY PEAR U ST 6-2-13-15

OPERATOR: BILL BARRETT CORP (N2165)

CONTACT: TRACEY FALLANG

PHONE NUMBER: 303-312-8168

PROPOSED LOCATION:

SESW 02 130S 150E

SURFACE: 0619 FSL 2173 FWL

BOTTOM: 0619 FSL 2173 FWL

CARBON

WILDCAT (1)

INSPECT LOCATN BY: / /		
Tech Review	Initials	Date
Engineering	DVED	5/9/05
Geology		
Surface		

LEASE TYPE: 3 - State

LEASE NUMBER: ML48385

SURFACE OWNER: 3 - State

PROPOSED FORMATION: PRRV

COALBED METHANE WELL? NO

LATITUDE: 39.71770

LONGITUDE: -110.2053

RECEIVED AND/OR REVIEWED:

☒ Plat

☒ Bond: Fed[] Ind[] Sta[] Fee[]
 (No. Lpm 4138148)

☒ Potash (Y/N)

☒ Oil Shale 190-5 (B) or 190-3 or 190-13

☒ Water Permit
 (No. 90-1826)

☒ RDCC Review (Y/N)
 (Date: _____)

☒ Fee Surf Agreement (Y/N)

LOCATION AND SITING:

___ R649-2-3.

Unit PRICKLY PEAR

___ R649-3-2. General

Siting: 460 From Qtr/Qtr & 920' Between Wells

___ R649-3-3. Exception

☒ Drilling UnitBoard Cause No: 256-1Eff Date: 12-16-2004Siting: Suspends Gen Siting

___ R649-3-11. Directional Drill

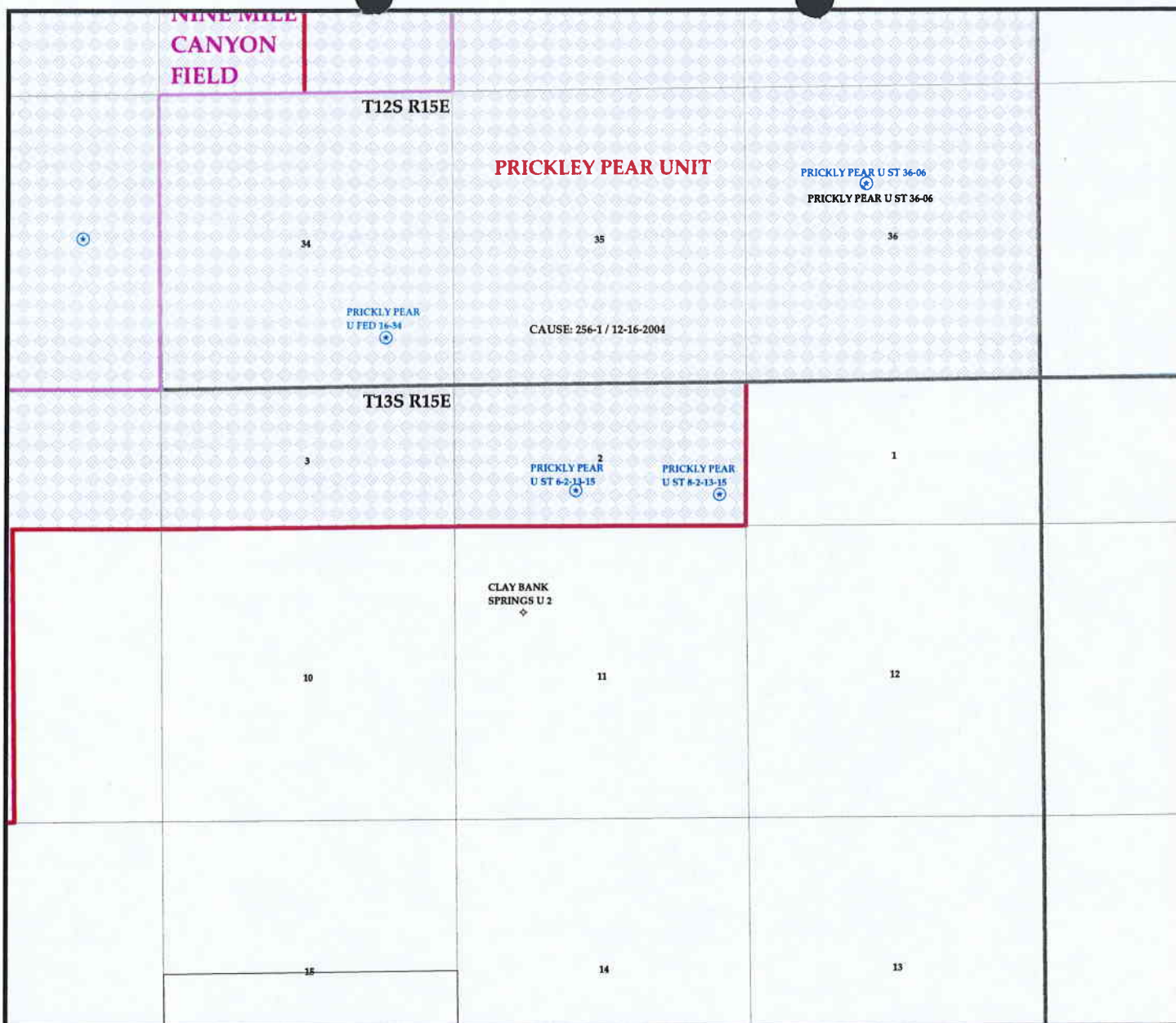
COMMENTS:

Needs Permit (04-20-05)

STIPULATIONS:

① 5 1/2" production string Cnt shall be brought back to ± 2000' to isolate BMSGW.

2- STATEMENT OF BASIS



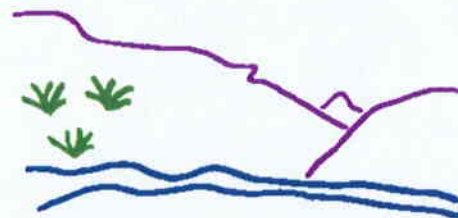
OPERATOR: BILL BARRETT CORP (N2165)

SEC. 2 T.13S R.15E

FIELD: WILDCAT (001)

COUNTY: CARBON

CAUSE: 256-1 / 12-16-2004



Utah Oil Gas and Mining

Wells

- ✧ GAS INJECTION
- ✧ GAS STORAGE
- ✕ LOCATION ABANDONED
- ⊕ NEW LOCATION
- ✧ PLUGGED & ABANDONED
- ✧ PRODUCING GAS
- PRODUCING OIL
- ✧ SHUT-IN GAS
- ✧ SHUT-IN OIL
- ✕ TEMP. ABANDONED
- TEST WELL
- △ WATER INJECTION
- ◆ WATER SUPPLY
- ✧ WATER DISPOSAL

Units.shp

- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PENDING
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

Fields.shp

- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- PROPOSED
- STORAGE
- TERMINATED



PREPARED BY: DIANA WHITNEY
DATE: 4-FEBRUARY-2005

United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office

P.O. Box 45155

Salt Lake City, Utah 84145-0155

IN REPLY REFER TO:

3160

(UT-922)

February 4, 2005

Memorandum

To: Assistant Field Office Manager Resources,
Moab Field Office

From: Michael Coulthard, Petroleum Engineer

Subject: 2005 Plan of Development Prickly Pear Unit
Carbon County, Utah.

Pursuant to email between Diana Whitney, Division of Oil, Gas and Mining, and Mickey Coulthard, Utah State Office, Bureau of Land Management, the following well is planned for calendar year 2005 within the Prickly Pear Unit, Carbon County, Utah.

API #	WELL NAME	LOCATION
-------	-----------	----------

(Proposed PZ Price River)

43-007-31020 Prickly Pear 6-2-13-15 Sec 2 T13S R15E 0619 FSL 2173 FWL

This office has no objection to permitting the well at this time.

/s/ Michael L. Coulthard

bcc: File - Prickly Pear Unit
Division of Oil Gas and Mining
Central Files
Agr. Sec. Chron
Fluid Chron

MCoulthard:mc:2-4-05

From: Ed Bonner
To: Whitney, Diana
Date: 2/23/2005 1:27:46 PM
Subject: Well Clearance

Earlier memo regarding Bill Barrett Corporation was incorrect. The following wells are the correct wells and have been given cultural resource clearance by the Trust Lands Cultural Resources Group:

Bill Barrett Corporation
Prickly Pear Unit State 6-2-13-15
Prickly Pear Unit State 8-2-13-15

If you have any questions regarding this matter please give me a call.

CC: Garrison, LaVonne; Hill, Brad; Hunt, Gil

**DIVISION OF OIL, GAS AND MINING
APPLICATION FOR PERMIT TO DRILL
STATEMENT OF BASIS**

OPERATOR: Bill Barrett Corporation
WELL NAME & NUMBER: Prickly Pear Unit State #6-2-13-15
API NUMBER: 43-007-31020
LOCATION: 1/4,1/4 SE/SW Sec: 2 TWP: 13S RNG: 15E 619 FSL 2173 FWL

Geology/Ground Water:

Bill Barrett Corp. proposes to set 1,000' of surface casing at this location. The base of the moderately saline water is at approximately 2,200 feet in this area. This location lies on the Green River Formation. The proposed location is in a recharge area for the aquifers of the upper Green River formation and fresh water can be expected to be found in the upper Green River. A search of Division of Water Rights records indicates no water wells within a 10,000 foot radius of the proposed location. The proposed casing and cement program should adequately protect any useable ground water.

Reviewer: Brad Hill **Date:** 04-28-2005

Surface:

The Roosevelt Field Office scheduled a presite evaluation for this location for April 20, 2005 to take input and address issues regarding the construction and drilling of this well. SITLA was specified as the landowner of record; therefore, Ed Bonner was notified and invited by email and telephone. Chris Colt from Utah's Division of Wildlife Resources southeastern region was also invited to address wildlife issues as they relate to this project. No wildlife issues or T&E species were noted in the database, or observed. Chris did request they move the access road north around the edge of a large meadow because of wildlife concerns and use. Fred Goodrich and Roger Mitchell explained that moving the road north would not be any problem. Chris Colt did provide a seed mixture for reclamation of the surface area. A run-off drainage is present on the southwestern end of location and leaves the location on its western boundary. The location layout plat does indicate Barrett will move this drainage west around location and tie it back into the original drainage below the location. The surface is arid, pinion juniper type habitat and void of surface water along this ridge. However, a 16 mil synthetic and felt pad is recommended for use in the reserve pit to prevent seepage of fluids into adjacent canyons or streams. No other issues were noted during the presite visit.

Reviewer: Dennis L. Ingram **Date:** April 20, 2005

Conditions of Approval/Application for Permit to Drill:

1. A synthetic liner with a minimum thickness of 16 mils and a felt sub-liner shall be properly installed and maintained in the reserve pit.
2. Drainages shall be rerouted around location.

ON-SITE PREDRILL EVALUATION
Division of Oil, Gas and Mining

OPERATOR: Bill Barrett Corporation
WELL NAME & NUMBER: Prickly Pear Unit State 6-2-13-15
API NUMBER: 43-007-31020
LEASE: ML-48385 FIELD/UNIT: WILDCAT
LOCATION: 1/4, 1/4 SE/SW Sec: 2 TWP: 13S RNG: 15E 619 FSL 2173 FWL
LEGAL WELL SITING: Siting suspended.
GPS COORD (UTM): X =0568124 E; Y =43965117 N SURFACE OWNER: SITLA

PARTICIPANTS

Dennis L. Ingram (DOGM) Fred Goodrich (Bill Barrett Corp) Chris Colts
(Utah Division of Wildlife Resources) Roger Mitchell (Dirt Contractor)

REGIONAL/LOCAL SETTING & TOPOGRAPHY

Proposed 31.8 +/- miles south of Myton, Utah down the Wells Draw Road to Nine Mile Canyon, then east along that road for 6.4 miles to the Cottonwood Canyon Road, then another 10.5 miles up Cottonwood Canyon to the lower road on Flat Top Mesa overlooking a finger canyon that flows into Cottonwood. The immediate surface area of the location is on a east/west bench that slopes north and west—the western slope is the steeper of the two grades. Flat Top Mesa is a broad ridge or plateau that has steep, sharp canyon to the east, west and north. They are Cottonwood Canyon, Dry Canyon and Nine Mile Canyon. Cold Springs, Range Creek and Bruin Points are located to the south in the higher elevation. All the drainages in this area flow north into Nine Mile Creek.

SURFACE USE PLAN

CURRENT SURFACE USE: Domestic grazing, public recreational, wildlife both winter and summer range

PROPOSED SURFACE DISTURBANCE: Upgrade existing trail or two-track road for 1.9 miles, with 0.6 +/- miles of new access road in from proposed #8-2 well, and location measuring 150'x 325'x plus reserve pit and soil storage stockpile outside the described area.

LOCATION OF EXISTING WELLS WITHIN A 1 MILE RADIUS: None shown

LOCATION OF PRODUCTION FACILITIES AND PIPELINES: _____

SOURCE OF CONSTRUCTION MATERIAL: Native cut and fill using borrowed material

ANCILLARY FACILITIES: None requested

WILL DRILLING AT THIS LOCATION GENERATE PUBLIC INTEREST OR CONCERNS?
(EXPLAIN): PUBLIC CONCERNS FROM INCREASED TRAVEL UP NINE MILE CANYON

WASTE MANAGEMENT PLAN:

Submitted to the Division with Application to Drill under Operational Standards by operator.

ENVIRONMENTAL PARAMETERS

AFFECTED FLOODPLAINS AND/OR WETLANDS: western border of location has down slope into Cottonwood Canyon

FLORA/FAUNA: Pinyon/Juniper, grassy meadows; primary mule deer and elk winter range, no known raptor nests, also used by bear, lion, bobcat, coyote, rabbit and other small mammals and birds native to region.

SOIL TYPE AND CHARACTERISTICS: Tan, fine-grained sandy loam with underlying shale and sandstone.

SURFACE FORMATION & CHARACTERISTICS: Green River Formation

EROSION/SEDIMENTATION/STABILITY: Active erosion, some sedimentation, no stability problems anticipated.

PALEONTOLOGICAL POTENTIAL: None observed during presite

RESERVE PIT

CHARACTERISTICS: Proposed on east side of location at the edge of a small grassy meadow, in cut, and downwind of wellhead, measuring 100'x 75'x 10' deep.

LINER REQUIREMENTS (Site Ranking Form attached): 25 points

SURFACE RESTORATION/RECLAMATION PLAN

According to SITLA requirements or back to or near original slope and contour with seed mixture provided by the Utah Division of Wildlife Resources.

SURFACE AGREEMENT: Yes

CULTURAL RESOURCES/ARCHAEOLOGY: Done and submitted to DOGM and SITLA

OTHER OBSERVATIONS/COMMENTS

Grassy meadow on eastern border of location, drainage from south that cuts through location just west of corner #7 and leaves out between corners #8 and #1, deep drainage and slope to west of location, well was moved out of meadow to accommodate wildlife use in area, access road cuts across the middle of a large north/south meadow—UDWR asked that the road be re-routed to north along tree line,

ATTACHMENTS

Photos of this location were taken and placed on file.

Dennis L. Ingram
DOGM REPRESENTATIVE

April 20, 2005 10:45 AM
DATE/TIME

**Evaluation Ranking Criteria and Ranking Score
For Reserve and Onsite Pit Liner Requirements**

<u>Site-Specific Factors</u>	<u>Ranking</u>	<u>Site Ranking</u>
Distance to Groundwater (feet)		
>200	0	
100 to 200	5	
75 to 100	10	
25 to 75	15	
<25 or recharge area	20	<u>0</u>
Distance to Surf. Water (feet)		
>1000	0	
300 to 1000	2	
200 to 300	10	
100 to 200	15	
< 100	20	<u>0</u>
Distance to Nearest Municipal Well (feet)		
>5280	0	
1320 to 5280	5	
500 to 1320	10	
<500	20	<u>0</u>
Distance to Other Wells (feet)		
>1320	0	
300 to 1320	10	
<300	20	<u>0</u>
Native Soil Type		
Low permeability	0	
Mod. permeability	10	
High permeability	20	<u>20</u>
Fluid Type		
Air/mist	0	
Fresh Water	5	
TDS >5000 and <10000	10	
TDS >10000 or Oil Base Mud Fluid	15	
containing significant levels of hazardous constituents	20	<u>5</u>
Drill Cuttings		
Normal Rock	0	
Salt or detrimental	10	<u>0</u>
Annual Precipitation (inches)		
<10	0	
10 to 20	5	
>20	10	<u>0</u>
Affected Populations		
<10	0	
10 to 30	6	
30 to 50	8	
>50	10	<u>0</u>
Presence of Nearby Utility Conduits		
Not Present	0	
Unknown	10	
Present	15	<u>0</u>

Final Score 25 (Level I Sensitivity)

Sensitivity Level I = 20 or more; total containment is required, consider criteria for excluding pit use.

Sensitivity Level II = 15-19; lining is discretionary.

Sensitivity Level III = below 15; no specific lining is required.

Casing Schematic

Green River

Surface

9-5/8"
MW 8.4
Frac 19.3

TOC @
0.

654 TOC Tail

w/18% Washout

Surface
1000. MD

STIP

2200 Bmsw

TOC +/- 2200

2945 Washout

project Bmsw

Propose TOC 2500'

* step to 2000'

TOC @
3920.

$$\frac{BHP}{(.052)(9725)(\frac{9.5}{17.1})} = \frac{4804}{4652}$$

Anticipate 4804

$$\frac{Gas}{(.12)(9725)} = 1167$$

MAASP = 3637

$$\frac{fluid}{(.22)(9725)} = 2139$$

MAASP = 2665

BOP - 3,000 ✓

$$Surf/Csg - 3520$$

70% = 2464

Max pressure @ shoe = 2885

Test TO 2400# ✓

5-1/2"
MW 9.2

Production
9725. MD

6355 Price River

w/15% Washout

TOC 2104' w/6% Washout

Well name:

05-05 Bill Barrett Prickley Pear St 6-2-13-15Operator: **Bill Barrett Corp**

String type: Surface

Project ID:

43-007-31020

Location: Carbon County

Design parameters:**Collapse**

Mud weight: 8.400 ppg

Design is based on evacuated pipe.

Minimum design factors:**Collapse:**

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No

Surface temperature: 65 °F

Bottom hole temperature: 79 °F

Temperature gradient: 1.40 °F/100ft

Minimum section length: 185 ft

Cement top: Surface

Burst

Max anticipated surface pressure:

303 psi

Internal gradient: 0.447 psi/ft

Calculated BHP 750 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)

8 Round LTC: 1.80 (J)

Buttress: 1.60 (J)

Premium: 1.50 (J)

Body yield: 1.50 (B)

Tension is based on air weight.

Neutral point: 876 ft

Non-directional string.

Re subsequent strings:

Next setting depth: 9,725 ft

Next mud weight: 9.200 ppg

Next setting BHP: 4,648 psi

Fracture mud wt: 19.250 ppg

Fracture depth: 1,000 ft

Injection pressure 1,000 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	1000	9.625	36.00	J-55	ST&C	1000	1000	8.796	71.2
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	436	2020	4.630	750	3520	4.69	36	394	10.95 J

Prepared by: Clinton Dworshak
Utah Div. of Oil & MiningDate: May 2, 2005
Salt Lake City, Utah**ENGINEERING STIPULATIONS: NONE**

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Collapse is based on a vertical depth of 1000 ft, a mud weight of 8.4 ppg The casing is considered to be evacuated for collapse purposes.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Well name:

05-05 Bill Barrett Prickley Pear St 6-2-13-15Operator: **Bill Barrett Corp**String type: **Production**

Project ID:

43-007-31020

Location: **Carbon County****Design parameters:****Collapse**

Mud weight: 9.200 ppg

Design is based on evacuated pipe.

Minimum design factors:**Collapse:**

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No

Surface temperature: 65 °F

Bottom hole temperature: 201 °F

Temperature gradient: 1.40 °F/100ft

Minimum section length: 368 ft

Cement top: 3,920 ft

Burst

Max anticipated surface pressure:

3,481 psi

Internal gradient:

0.120 psi/ft

Calculated BHP

4,648 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)

8 Round LTC: 1.80 (J)

Buttress: 1.60 (J)

Premium: 1.50 (J)

Body yield: 1.50 (B)

Non-directional string.

Tension is based on air weight.

Neutral point: 8,368 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	9725	5.5	17.00	N-80	LT&C	9725	9725	4.767	335.1
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	4648	6290	1.353	4648	7740	1.67	165	348	2.10 J

Prepared by: Clinton Dworshak
Utah Div. of Oil & MiningDate: May 2,2005
Salt Lake City, Utah**ENGINEERING STIPULATIONS: NONE**

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Collapse is based on a vertical depth of 9725 ft, a mud weight of 9.2 ppg The casing is considered to be evacuated for collapse purposes.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

**State of Utah****Department of
Natural Resources**

MICHAEL R. STYLER
Executive Director

**Division of
Oil, Gas & Mining**

JOHN R. BAZA
Division Director

JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

May 9, 2005

Bill Barrett Corporation
1099 18th St., Suite 2300
Denver, CO 80202

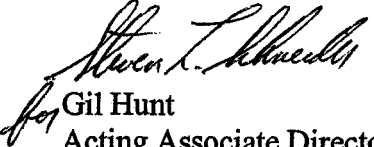
Re: Prickly Pear Unit State 6-2-13-15 Well, 619' FSL, 2173' FWL, SE SW, Sec. 2,
T. 13 South, R. 15 East, Carbon County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. § 40-6-1 *et seq.*, Utah Administrative Code R649-3-1 *et seq.*, and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-007-31020.

Sincerely,


Gil Hunt
Acting Associate Director

pab
Enclosures

cc: Carbon County Assessor
SITLA
Bureau of Land Management, Moab District Office

Operator: Bill Barrett Corporation
Well Name & Number Prickly Pear Unit State 6-2-13-15
API Number: 43-007-31020
Lease: ML48385

Location: SE SW Sec. 2 T. 13 South R. 15 East

Conditions of Approval

1. **General**

Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for Permit to Drill.

2. **Notification Requirements**

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- 24 hours prior to cementing or testing casing
- 24 hours prior to testing blowout prevention equipment
- 24 hours prior to spudding the well
- within 24 hours of any emergency changes made to the approved drilling program
- prior to commencing operations to plug and abandon the well

The following are Division of Oil, Gas and Mining contacts and their work telephone numbers (please leave a voice mail message if the person is not available to take the call):

- Dan Jarvis at (801) 538-5338
- Carol Daniels at (801) 538-5284 (spud)

3. **Reporting Requirements**

All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

4. Compliance with the State of Utah Antiquities Act forbids disturbance of archeological, historical, or paleontological remains. Should archeological, historical or paleontological remains be encountered during your operations, you are required to immediately suspend all operations and immediately inform the Trust Lands Administration and the Division of State History of the discovery of such remains.

5. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis. (Copy Attached)

6. A. 5 ½" production string cement shall be brought back to ±2000' to isolate base moderately saline ground water.

005

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

CONFIDENTIAL

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER ML48385
2. NAME OF OPERATOR Bill Barrett Corporation		6. IF INDIAN, ALLOTTEE OR TRIBE NAME N/A
3. ADDRESS OF OPERATOR 1099 18th Street, Suite 2300 City: Denver STATE: CO ZIP: 80202		7. UNIT OR CO-AGREEMENT NAME UTU-079487X
4. LOCATION OF WELL FOOTAGES AT SURFACE 619' FSL, 2173' FWL QTR/QR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SESW 2 13S 15E		8. WELL NAME AND NUMBER Prickly Pear U State 6-2-13-15
PHONE NUMBER: (303) 312-8168		9. API NUMBER pending 43-007-31020
		10. FIELD AND POOL, OR WILDCAT Prickly Pear/Mesaverde
		COUNTY: Carbon
		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start 6/25/2005	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

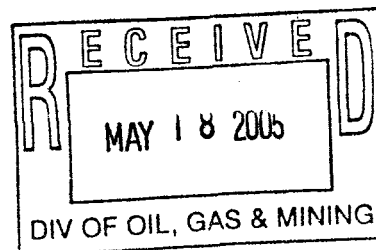
THIS SUNDRY IS BEING SUBMITTED TO REQUEST A NEW TD AND SUBMIT THE NECESSARY REVISED CASING/CEMENTING DETAILS:

NEW TD: 9725'

REVISED PROD CASING/CMTG INFO:

SETTING	DEPTH	SX CMT	REV BHP	MAX SRFC PSI
FROM	TO			
Surface	9725'	1100	4804	2664

ALL OTHER INFORMATION TO REMAIN THE SAME.



NAME (PLEASE PRINT) Tracey Fallang	TITLE Permit Analyst
SIGNATURE <i>Tracey Fallang</i>	DATE 5/18/05

(This space for State use only)

COPY SENT TO OPERATOR
Date: 5-19-05
Initials: CHD

(See Instructions on Reverse Side)

APPROVED BY THE STATE
OF UTAH DIVISION OF
OIL, GAS, AND MINING
DATE: 5/19/05
BY: *[Signature]*

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL

OIL WELL ☐

GAS WELL ☒

OTHER ☐

CONFIDENTIAL

2. NAME OF OPERATOR:

BILL BARRETT CORPORATION

3. ADDRESS OF OPERATOR:

1099 18th Street, Suite 2300

CITY

Denver

STATE

CO

ZIP

80202

PHONE NUMBER:

(303) 312-8168

4. LOCATION OF WELL

FOOTAGES AT SURFACE:

13 S 15 E 2

COUNTY: Carbon

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

43 007 31020

STATE:

UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Alternate production casing</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

This sundry is being submitted to request an alternate production casing design, if the 5 1/2" N-80 proposed is unavailable. As an alternative, BBC would like to utilize 5 1/2", 17#, I-80 production casing. All of the casing characteristics/strengths are the same as the N-80 with exception to the tensile strength, I-80 is rated at 338K lbs whereas N-80 has a tensile rating of 348K lbs.

A spreadsheet of the wells BBC would like this option on is attached.

RECEIVED

JUN 10 2005

DIV. OF OIL, GAS & MINING

NAME (PLEASE PRINT) Matt Barber

TITLE Contract Permit Analyst for the Bill Barrett Corp.

SIGNATURE

Matt Barber

DATE

6/1/2005

(This space for State use only)

COPY SENT TO OPERATOR
Date: 6-15-05
Initials: C40

APPROVED BY THE STATE
OF UTAH DIVISION OF
OIL, GAS, AND MINING

DATE: 6/14/05

BY: *[Signature]*

(See Instructions on Reverse Side)

CONFIDENTIAL

4. Location of Well	5. Lease Serial No.	7. If Unit or CA Agreement, Name and No.	8. Lease Name and No.	9. API #	10. Field and Pool	11. Sec. T, R and Survey or Area
1780 FNL, 460 FWL	FEE	UTU-079487X	Prickly Pear Unit Fasselin 5-19-12-15	Pending	Prickly Pear Unit/Mesaverde	Sec.19-T12S-R15E
1807' FNL, 2144' FWL	ML46710	UTU-079487X	Prickly Pear Unit State 36-6-12-15	43-007-31018	Prickly Pear Unit/Widcat	Sec.36-T12S-R15E
524' FSL, 526' FEL	ML48385	UTU-079487X	Prickly Pear Unit State 8-2-13-15	43-007-31019	Prickly Pear Unit/Widcat	Sec.2-T13S-R15E
1920' FNL, 583' FEL	ML46710	UTU-079487X	Prickly Pear Unit State 8-36-12-15	43-007-31021	Prickly Pear Unit/Widcat	Sec.36-T12S-R15E
731' FNL, 2174' FEL	ML48386		Peter's Point Unit State 6D-2-13-15	43-007-31017	Prickly Pear Unit/Widcat	Sec.2-T13S-R16E

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: ML48385
2. NAME OF OPERATOR: BILL BARRETT CORPORATION		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: n/a
3. ADDRESS OF OPERATOR: 1099 18th Street, Suite 2300 CITY Denver STATE CO ZIP 80202		7. UNIT or CA AGREEMENT NAME: Prickly Pear Unit-UTU-079487X
4. LOCATION OF WELL FOOTAGES AT SURFACE: 619' FSL, 2173' FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SESW 2 13S 15E		8. WELL NAME and NUMBER: Prickly Pear Unit State 6-2-13-15
PHONE NUMBER: (303) 312-8134		9. API NUMBER: 4300731020
COUNTY: Carbon		10. FIELD AND POOL, OR WILDCAT: Wildcat
STATE: UTAH		

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: Permit Extension
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

This sundry is being submitted to request an extension on the APD which expired on 5/9/2006.

Approved by the
Utah Division of
Oil, Gas and Mining

Date: 06-19-06

By: [Signature]

8-2-06
CHD

NAME (PLEASE PRINT) Tracey Fallang TITLE Environmental/Regulatory Analyst
SIGNATURE [Signature] DATE 6/8/2006

(This space for State use only)

RECEIVED
JUN 12 2006
DIV. OF OIL, GAS & MINING

**Application for Permit to Drill
Request for Permit Extension
Validation**

(this form should accompany the Sundry Notice requesting permit extension)

API: 43-007-31020
Well Name: Prickly Pear Unit State 6-2-13-15
Location: SE/4 SW/4 Sec. 2-T13S-R15E
Company Permit Issued to: Bill Barrett Corporation
Date Original Permit Issued: 5/9/2005

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.

If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes ☐ No ☒

Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes ☐ No ☒

Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes ☐ No ☒

Have there been any changes to the access route including ownership, or right-of-way, which could affect the proposed location? Yes ☐ No ☒

Has the approved source of water for drilling changed? Yes ☐ No ☒

Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes ☐ No ☒

Is bonding still in place, which covers this proposed well? Yes ☒ No ☐

Jacqui Fallaney
Signature

6/8/2006
Date

Title: Environmental/Regulatory Analyst

Representing: Bill Barrett Corporation

RECEIVED
JUN 12 2006
DIV. OF OIL, GAS & MINING

CONFIDENTIAL

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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1. TYPE OF WELL

OIL WELL ☐GAS WELL ☒

OTHER _____

2. NAME OF OPERATOR:

BILL BARRETT CORPORATION

3. ADDRESS OF OPERATOR:

1099 18th Street, Suite 2300 CITY Denver

STATE CO

ZIP 80202

PHONE NUMBER:

(303) 312-8134

5. LEASE DESIGNATION AND SERIAL NUMBER:

ML48385

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

n/a

7. UNIT or CA AGREEMENT NAME:

Prickly Pear Unit-UTU-079487

8. WELL NAME and NUMBER:

Prickly Pear Unit State 6-2-13-15

9. API NUMBER:

4300731020

10. FIELD AND POOL, OR WILDCAT:

Undesignated/Wasatch-Mesaverd

4. LOCATION OF WELL

FOOTAGES AT SURFACE: 619' FSL, 2173' FWL

COUNTY: Carbon

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SESW 2 13S 15E

STATE:

UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Permit Extension</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

This sundry is being submitted to request an extension on the APD which expires on 6/19/07.

Approved by the
Utah Division of
Oil, Gas and Mining

Date: 05-21-07By: [Signature]

COPY SENT TO OPERATOR
Date: 5-21-07
Initials: [Initials]

NAME (PLEASE PRINT) Tracey FallangTITLE Environmental/Regulatory AnalystSIGNATURE Tracey FallangDATE 5/17/2007

(This space for State use only)

RECEIVED
MAY 18 2007

**Application for Permit to Drill
Request for Permit Extension
Validation**

(this form should accompany the Sundry Notice requesting permit extension)

API: 43-007-31020
Well Name: Prickly Pear Unit State 6-2-13-15
Location: SE/4 SW/4 Sec. 2-T13S-R15E
Company Permit Issued to: Bill Barrett Corporation
Date Original Permit Issued: 5/9/2005

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.

If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes ☐ No ☒

Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes ☐ No ☒

Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes ☐ No ☒

Have there been any changes to the access route including ownership, or right-of-way, which could affect the proposed location? Yes ☐ No ☒

Has the approved source of water for drilling changed? Yes ☐ No ☒

Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes ☐ No ☒

Is bonding still in place, which covers this proposed well? Yes ☒ No ☐

Lucy Fallaney
Signature

5/17/2007

Date

Title: Environmental/Regulatory Analyst

Representing: Bill Barrett Corporation

RECEIVED

MAY 18 2007

DIV. OF OIL, GAS & MINING



JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

May 23, 2008

Tracey Fallang
Bill Barrett Corporation
1099 18th Street, Suite 2300
Denver, Colorado 80202

43 007 31020
PPU St. 6-2-13-15
13S 15E 2

Re: APDs Rescinded at the request of Bill Barrett Corporation

Dear Ms. Fallang:

Enclosed find the list of APDs that you requested to be rescinded to Bill Barrett Corporation. No drilling activity at these locations has been reported to the division. Therefore, approval to drill these wells is hereby rescinded, effective May 19, 2008.

A new APD must be filed with this office for approval prior to the commencement of any future work on the subject locations.

If any previously unreported operations have been performed on this well location, it is imperative that you notify the Division immediately.

Sincerely,

Diana Mason
Environmental Scientist

cc: Well File
Bureau of Land Management, Price
SITLA, Ed Bonner



Page 2
May 23, 2008
Subject:

Prickly Pear Unit Federal 16-34
Prickly Pear Unit State 8-2-13-15
Prickly Pear Unit State 6-2-13-15
Peters Point Unit Federal 14-34-12-16



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Price Field Office
125 South 600 West
Price, Utah 84501
(435) 636-3600 Fax: (435) 636-3657
<http://www.blm.gov/utah/price/>



IN REPLY REFER TO:
3160
UTU-73671
UTSL-071595

MAY 30 2008

RECEIVED

JUN 05 2008

DIV. OF OIL, GAS & MINING

May 30, 2008

Tracey Fallang
Bill Barrett Corporation
1099 18th Street
Denver, Colorado 80202

Re: Well No(s).

43-00730955 Prickly Pear Unit Federal 16-34
SESE, Sec. 34, T12S, R15E
Lease No. UTU-73671

43-00731019 Prickly Pear Unit State 8-2-13-15
SESE, Sec. 2, T13S, R15E
State Lease

43-00730983 Peters Point Unit Federal 14-34-12-16
SESW, Sec. 34, T12S, R16E
Lease No. UTSL-071595

43-00731020 Prickly Pear Unit State 6-2-13-15
SESW, Sec. 2, T13S, R15E
State Lease

Dear Mrs. Fallang:

The Applications for Permit to Drill the above-referenced Federal wells, were approved on August 23, 2004 and the State wells were accepted for unit purposes on February 17 and 22, 2005. Therefore, as per the request of Bill Barrett Corporation, approval to drill these wells are hereby rescinded, effective May 19, 2008.

This office requires a letter confirming that no surface disturbance has been made for these drill sites. Any surface disturbance associated with the approved locations of these wells are to be rehabilitated. A schedule for this rehabilitation must be submitted to this office. Your cooperation in this matter is appreciated.

If you have any questions in this matter, please contact me at phone number (435) 636-3633.

Sincerely,

A handwritten signature in black ink, appearing to read 'Michael Stiewig', with a long horizontal line extending to the right.

Michael Stiewig
Associate Field Manager

✓ cc: UDOGM